

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

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In re	§	Chapter 11
	§	
MINING PROJECT WIND DOWN	§	Case No. 22-90273-MI
HOLDINGS, INC. (f/k/a Compute North	§	
Holdings, Inc.), <i>et al.</i>,¹	§	(Jointly Administered)
	§	
Debtors.	§	
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**DECLARATION OF RACHAEL L. SMILEY IN SUPPORT OF SECOND AND FINAL
FEE APPLICATION OF FERGUSON BRASWELL FRASER KUBASTA PC,
EFFICIENCY COUNSEL TO DEBTORS AND
DEBTORS IN POSSESSION FOR THE PERIOD FROM
DECEMBER 7, 2022 THROUGH MARCH 31, 2023**

I, Rachael L. Smiley, hereby declare that the following statements are true and correct to the best of my knowledge and belief:

1. I am a shareholder with the law firm of Ferguson Braswell Fraser Kubasta PC (“FBFK” or the “Firm”). I am a member in good standing of the Bar of the State of Texas, and I am admitted to practice before the state courts of Texas, and the United States District and Bankruptcy Courts for the Northern, Southern, Eastern and Western Districts of Texas.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Mining Project Wind Down Holdings Inc. (f/k/a Compute North Holdings, Inc.) (4534); Mining Project Wind Down LLC (f/k/a Compute North LLC) (7185); Mining Project Wind Down Corpus Christi LLC (f/k/a CN Corpus Christi LLC) (5551); Mining Project Wind Down Atoka LLC (f/k/a CN Atoka LLC) (4384); Mining Project Wind Down BS LLC (f/k/a CN Big Spring LLC) (4397); Mining Project Wind Down Colorado Bend LLC (f/k/a CN Colorado Bend LLC) (4610); Mining Project Wind Down Developments LLC (f/k/a CN Developments LLC) (2570); Mining Project Wind Down Equipment LLC (f/k/a CN Equipment LLC) (6885); Mining Project Wind Down King Mountain LLC (f/k/a CN King Mountain LLC) (7190); Mining Project Wind Down MDN LLC (f/k/a CN Minden LLC) (3722); Mining Project Wind Down Mining LLC (f/k/a CN Mining LLC) (5223); Mining Project Wind Down Pledgor LLC (f/k/a CN Pledgor LLC) (9871); Mining Project Wind Down Member LLC (f/k/a Compute North Member LLC) (8639); Mining Project Wind Down NC08 LLC (f/k/a Compute North NC08 LLC) (8069); Mining Project Wind Down NY09 LLC (f/k/a Compute North NY09 LLC) (5453); Mining Project Wind Down STHDAK LLC (f/k/a Compute North SD, LLC) (1501); Mining Project Wind Down Texas LLC (f/k/a Compute North Texas LLC) (1883); Mining Project Wind Down TX06 LLC (f/k/a Compute North TX06 LLC) (5921); and Mining Project Wind Down TX10 LLC (f/k/a Compute North TX10 LLC) (4238). The Debtors’ service address for the purposes of these chapter 11 cases is 300 North LaSalle, Suite 1420, Chicago, Illinois 60654.

2. I personally performed the majority of the services rendered by FBFK on behalf of Mining Project Wind Down Holdings, Inc. (f/k/a Compute North Holdings, Inc.) and its above-captioned affiliated co-debtors (together, the “**Debtors**”), and I am personally familiar with all work performed by FBFK on behalf of the Debtors.

3. I have read the *Second and Final Application of Ferguson Braswell Fraser Kubasta PC, Efficiency Counsel for the Debtors and Debtors in Possession for the Period from December 7, 2022 through March 31, 2023* (the “**Application**”). To the best of my knowledge, information, and belief, the statements contained in the Application are true and correct. I have reviewed the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of Texas and the relevant Complex Case Procedures with respect to requests for compensation and reimbursement of expenses, and I submit that the Application substantially complies with such rules and procedures.

4. FBFK has no agreement, directly or indirectly, and no understanding exists in any form with any person for a division of the compensation herein requested, except that compensation received by FBFK will be shared among FBFK’s shareholders and employees as permitted by Bankruptcy Code section 504.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Executed on May 15, 2023
Plano, Texas

/s/ Rachael L. Smiley
Rachael L. Smiley